

RECORDATION NO. 14449 L FILED

AUG 26 '03 12-25 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

August 26, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of Partial Release of Security Interest, dated August 25, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement which was previously filed with the Board under Recordation Number 14449-G.

The name and address of the party to the enclosed document are:

Collateral Trustee: Wilmington Trust Company
1100 North Market
Wilmington, Delaware 19890

[Owner Trustee: State Street Bank and Trust Company
of Connecticut, N.A.
225 Franklin Street
Boston, MA 02110]

A description of the railroad equipment covered by the enclosed document is:

Nineteen (19) Locomotives within the series SSW 7249 – SSW 7273

Mr. Vernon A. Williams
August 26, 2003
Page Two

A short summary of the document to appear in the index follows:

Partial Release of Security Interest

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

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PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

The undersigned, WILMINGTON TRUST COMPANY ("WTC"), not in its individual capacity, but solely as trustee under the Collateral Trust Agreement dated as of August 21, 2001, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it insofar as the same encumbers that certain railroad equipment identified on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Security Agreement, dated August 21, 2001, by and between State Street Bank and Trust Company of Connecticut, as Owner Trustee, and WTC, as Collateral Trustee, a Memorandum of which was filed with the Surface Transportation Board on August 21, 2001 at 2:00 p.m. under Recordation Number 14449-G.

IN WITNESS THEREOF, Wilmington Trust Company has caused this instrument to be executed by its officer thereunto duly authorized this 25th day of August, 2003.

WILMINGTON TRUST COMPANY,
not in its individual capacity, but solely as
Collateral Trustee

By: Sandra R. Ortiz

Name: SANDRA R. ORTIZ

Title: Financial Services Officer

STATE OF DELAWARE)
) ss:
COUNTY OF NEW CASTLE)

SANDRA R. ORTIZ

On this 25th day of August, 2003, before me personally appeared _____, to me personally known, who, being by me duly sworn, said that he/she is a _____ of Wilmington Trust Company that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

Financial Services Officer

Sherry L. Keating
NOTARY PUBLIC

SHERRY L. KEATING
NOTARY PUBLIC - DELAWARE
My Commission Expires June 28, 2007

My commission expires:

SCHEDULE A

(Recordation Number 14449)

Nineteen (19) GP 40-2 Locomotives

SSW 7249
SSW 7250
SSW 7254
SSW 7255
SSW 7256
SSW 7257
SSW 7259
SSW 7260
SSW 7261
SSW 7262
SSW 7263
SSW 7264
SSW 7265
SSW 7266
SSW 7269
SSW 7270
SSW 7271
SSW 7272
SSW 7273